

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

YRC LOGISTICS, INC.,

Plaintiff/Counter-Defendant,

vs.

CENTRAL TRANSPORT
INTERNATIONAL, INC.,

Defendant/Counter-Plaintiff.

No.: 08-CV-3477

Distict Judge William J. Hibbler
Magistrate Judge Morton Denlow

COUNTERCLAIM

NOW COMES the Defendant/Counter-Plaintiff, CENTRAL TRANSPORT INTERNATIONAL, INC. (hereinafter "CTII"), by and through its attorneys, SULLIVAN HINCKS & CONWAY, and for its Counterclaim against Plaintiff/Counter Defendant, YRC LOGISITICS, INC. (hereinafter, "YRC"), in the above-captioned matter, states as follows:

1. From in or about January 2005 through June 2006, YRC utilized CTII's services as a motor carrier to transport freight throughout the United States.
2. The business relationship between YRC and CTII was governed, in part, by CTII's Rules Tariff, available at all relevant times via CTII's website.
3. Pursuant to the Rules Tariff, YRC was to timely pay all invoices received from CTII for the provision of motor carrier transportation services, or risk facing certain specified penalties.

4. During this time, YRC also acquired several other corporations, including corporations by the name of Megasys and Meridian (hereinafter "YRC's affiliates"), that also utilized CTII for the provision of motor carrier services pursuant to CTII's Rules Tariff.

5. On or about March 26, 2007, CTII began to receive electronic fund transfers from YRC.

6. At the time of said transfers, YRC and its affiliates had accrued \$454,794.48 in unpaid invoices due to CTII.

7. Accordingly, upon receipt of the wire transfers, CTII began applying said monies to the outstanding and overdue amounts owed by YRC and its affiliates to CTII.

8. After applying said wire transfers, YRC and its affiliates still had a remaining balance of \$276,658.53 due and owing CTII.

WHEREFORE, Defendant, CENTRAL TRANSPORT INTERNATIONAL, INC., respectfully asks this Court to enter judgment in its favor and against Plaintiff, YRC LOGISTICS, INC., in the amount of \$276,658.53, and for such other relief as this Court deems appropriate.

Respectfully submitted,

CENTRAL TRANSPORT
INTERNATIONAL, INC.

By: /s/ Daniel C. Sullivan
One of Its Attorneys

Daniel C. Sullivan (ARDC # 2767406)
Ryan A. Mahoney (ARDC # 6275418)
SULLIVAN HINCKS & CONWAY
120 West 22nd Street, Suite 100
Oak Brook, Illinois 60523
TEL: (630) 573-5021
FAX: (630) 573-5130

CERTIFICATE OF SERVICE

I hereby certify that on the 21ST day of July, 2008, a copy of the foregoing was filed electronically. The following parties may access this filing through the Court's ECF system:

Bruce C. Spitzer
bcspitzer@msklaw.com

/s/ Ryan A. Mahoney
Ryan A. Mahoney

SULLIVAN, HICKS & CONWAY
120 West 22nd Street, Ste. 100
Oak Brook, IL 60523
TEL: (630) 573-5021
FAX: (630) 573-5130